

NOTICE

Notice is hereby given that the 13th Annual General Meeting of the members of Jhandewalas Foods Limited will be held on Monday, 30th September 2019 at 11.00 A.M. at B-70, 1st Floor, Upasana House, Janta Store, Babu Nagar Jaipur RJ 302015 to transact the following businesses:

Ordinary Business

- To consider and adopt:
 - the audited financial statements of the Company for the financial year ended March 31, 2019 and the reports of the Directors and Auditors thereon: and

- To appoint Mrs. JINKO DEVI KOOLWAL (DIN:02531975), who retires by rotation as a Director and being eligible, offer herself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. JINKO DEVI KOOLWAL (DIN: 02531975), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

- To appoint statutory auditor of the Company, and to fix their remuneration and to pass the following resolution as an ordinary resolution:

RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 (the "Act") and as per the recommendation of audit committee and board of directors for the appointment of M/s M S G & Associates, Chartered Accountants, (FRN.: 010254C) who have been appointed as a Auditor in the Extra Ordinary General Meeting held on 29th June, 2019 to fill the casual vacancy created by resignation of M/s. J K Sarawgi & Company, Chartered Accountants, be and are hereby approved as Statutory Auditors of the Company for the financial year 2019-2020 to 2023-2024 from the conclusion of this Annual General Meeting.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to fix such remuneration as may be determined by the Board of Directors in consultation with the Auditors plus applicable tax and reimbursement of out-of-pocket expenses in connection with the audit and the remuneration may be paid on a

progressive billing basis to be agreed between the Auditors and the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution."

For Jhandewalas Foods Limited



Managing Director
Raakesh B Kulwal
DIN:00615150
Managing Director

Place: Jaipur
Date: 03rd Sep, 2019

Registered Office:

B-70, 1st Floor, Upasana House, Janta Store
Babu Nagar Jaipur - 302015, Rajasthan

CIN: L15209RJ2006PLC022941

Website: www.namans.co.in

E-mail: acc.jfpl@gmail.com

Tel: 0141-2574935

NOTES

- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY, IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ANNEXED TO THIS REPORT. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/ AUTHORITY, AS APPLICABLE.
- The Register of Members and Transfer Books of the Company will remain closed from 23rd September, 2019 to 30th September, 2019 (both days inclusive) for the purpose of the 13th Annual General Meeting or any adjournment thereof.
- Notice of AGM and the Annual Report are being sent to those members, whose name appeared in the register of members / list of beneficial owners as received from NSDL/CDSL, as at the close of business hour on Tuesday, September 03rd 2019. Notice and Annual Report are also available on the website of the Company.
- For the convenience of Members and for proper conduct of the meeting, venue of the meeting will be regulated by attendance slip, which is enclosed with the Annual Report. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance of the venue.
- Members desiring any information relating to the accounts are requested to write to the Company at an early date so as to enable the arrangement to keep the information ready.
- As per Notification issued by Ministry of Corporate Affairs dated 19th of March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC of SEBI (ICDR) Regulations, 2009 are exempted from E-Voting provisions. Also, no such provision is available in SME Equity Listing Agreement. Company is covered under Chapter XB as it is a SME Company and listed on SME platform of BSE Limited. Therefore Company is providing postal ballot facility to its shareholders.
- Members are requested to bring their copies of the Annual Report to the Meeting.
- The Ministry of Corporate Affairs has taken a Green Initiative in Corporate Governance by issuing circulars allowing paperless compliances by companies through electronic mode. Further, as per recent circular issued by the Securities Exchange Board of India (SEBI) and consequent changes in the listing agreement, Companies can send Annual Report in electronic mode to Members who have registered their e-mail address for the purpose. The Members holding shares in electronic form are requested to register their e-mail address with their respective Depository Participant (DP). Accordingly, the company is sending the electronic copy of Annual Report to the shareholders whose email-id are registered with their respective DP. However, any member seeking to have hard copy of the Annual Report may send their request to the designated mail id of Company Secretary to have the same.
- All documents referred to in the Notice are open for inspection at the Registered Office of the Company during office hours on all working days up to the date of the Annual General Meeting
- Members and/or proxies are requested to bring with them the attendance slip and hand it over at the entry gate.

FORM NO. MGT.12

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: **JHANDEWALAS FOODS LIMITED**

Registered office: **B-70, FIRST FLOOR, UPASANA HOUSE, JANTA STORE, BAPU NAGAR, JAIPUR-302015**

BALLOT PAPER

S No	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	To consider and adopt audited financial statement of year ended march 31 st , 2019			
2	To appoint Mrs. Jinko Devi Koolwal who retires by rotation as a director and being eligible for re-appointment			
3	To appoint statutory auditor of the company and fix their remuneration			

Place:

Date:

(Signature of the shareholder)